

1 VICTOR A. VILAPLANA (CA BAR No. 58535)
2 vavilaplana@foley.com

2 MARSHALL J. HOGAN (CA BAR No. 286147)
3 mhogan@foley.com

3 **FOLEY & LARDNER LLP**

4 ATTORNEYS AT LAW
5 3579 VALLEY CENTRE DRIVE, SUITE 300
6 SAN DIEGO, CA 92130
7 TELEPHONE: 858.847.6700
8 FACSIMILE: 858.792.6773

7 ATTORNEYS FOR DEBTORS AND
8 DEBTORS-IN-POSSESSION

9 **UNITED STATES BANKRUPTCY COURT**
10 **SOUTHERN DISTRICT OF CALIFORNIA**

11 IN RE:

12 SOTERA WIRELESS, INC.,

13 DEBTOR.

14 SOTERA WIRELESS, INC.,

15 CASE No. 16-05968-LT11

16 SOTERA RESEARCH, INC.,

17 CASE No. 16-05969-LT11

18 LEAD CASE No. 16-05968-LT11

19 CHAPTER 11

20 (JOINTLY ADMINISTERED)

21 **SUPPLEMENT TO DEBTORS' THIRD**
22 **AMENDED CHAPTER 11 PLAN OF**
23 **REORGANIZATION**

24 The above-captioned debtors and debtors-in-possession (the "Debtors,"
25 collectively, "Sotera") hereby file this Plan Supplement, as defined in the Debtors'
26 Third Amended Chapter 11 Plan of Reorganization (the "Plan").

27 Attached hereto as Exhibit 1 is the Class 5 Promissory Note¹ pursuant to
28 section 1.19 of the Plan.

29 Attached hereto as Exhibit 2 is the Amended Certificate of Incorporation
30 and Bylaws for the Reorganized Debtor pursuant to section 6.3 of the Plan.

31 ¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them
32 in the Plan.

1 Pursuant to section 6.10(b) of the Plan, the identities of the members of the
 2 initial Board of Directors for the Reorganized Debtor are as follows:

3 1. Thomas Watlington
 4 2. Leonard Wu
 5 3. Jason Kao
 6 4. Francis Chen
 7 5. Eric Horng
 8 6. Charles Xie
 9 7. Robert McNeil

10 Pursuant to the US Trustee Guidelines, Guideline 5 ¶ Q, the identities,
 11 qualifications, and compensation of the Reorganized Debtor's management
 12 personnel are as follows:

13 1. Thomas Watlington (Chief Executive Officer)

14 Mr. Watlington, whose experience in the medical device industry
 15 spans 28 years, joined Sotera Wireless as Chief Executive Officer in
 16 February 2006. During that year he served a dual role as President of
 17 Naviscan Pet Systems, a medical imaging company, before
 18 transitioning to a full-time position with Sotera Wireless in January
 19 2007. For ten years prior to joining Sotera Wireless, Mr. Watlington
 20 served as Senior Vice President of Commercial Operations and later as
 21 Executive Vice President and Chief Operating Officer of Biosite
 22 Incorporated, a leader in the field of medical diagnostics. In addition,
 23 he spent fourteen years at Boehringer Mannheim Corporation in
 24 various sales, marketing and strategic roles, including Vice President
 25 of Marketing for the Diabetes Care division.

26 Mr. Watlington previously served on the board of Home
 27 Diagnostics, Inc., a public company in the field of diabetes monitoring
 28 that was acquired in June 2010 by Nipro Diagnostics. He received a
 bachelor of science degree from the University of Maryland.
 Mr. Watlington's salary will be \$275,000.

29 2. Carolyn Maduza (Interim Chief Financial Officer)

30 Ms. Maduza has more than 20 years of successful experience in
 publicly traded and privately held companies with revenues ranging

1 from start up to \$100 million and multi-national in scope.
2 Ms. Maduza's industry expertise includes medical diagnostics, biotech,
3 healthcare IT and enterprise software. Her early career includes
4 systems design, accounting and auditing (CPA), Wall Street corporate
5 banking and investment banking. She has also served as Audit
6 Committee Chair and Financial expert for various Boards of Directors
7 in similar sectors. Most recently, Ms. Maduza consulted as strategist
8 and interim Chief Financial Officer for Biomatrica, NanoCollect
9 Biomedical, GenMark Diagnostics, and Helixis. Prior to consulting,
10 Ms. Maduza served as Chief Operating Officer for Sidney Kimmel
11 Cancer Center, Executive Vice President and Chief Financial Officer
12 for Alteer Corporation and Senior Vice President and Chief Financial
13 Officer for Stratagene.

14 Ms. Maduza holds a Master of International Management from
15 the American Graduate School of International Management, a B.A.,
16 Business Administration, from the University of Wisconsin,
17 Milwaukee and a Certified Public Accountant, State of Illinois.
18 Ms. Maduza's salary will be \$275,000.

19 3. Rosemary Kennedy, PhD, RN, MBA, FAAN (Chief Nursing Officer)

20 Prior to joining Sotera Wireless, Inc., Dr. Kennedy was President
21 and CEO of eCare Informatics, and also Faculty at Thomas Jefferson
22 University School of Nursing. Most recently Dr. Kennedy was Vice
23 President of Health Information Technology at the National Quality
24 Forum in Washington, DC. She has more than 30 years of expertise in
25 the development and implementation of electronic health records with
26 a focus on terminology, integration of evidence-based guidelines
27 within the EHR, quality measurement, and clinical decision support.
28 Ms. Kennedy's salary will be \$275,000.

29 DATE: MAY 19, 2017

30 FOLEY & LARDNER LLP

31 BY: /s/ MARSHALL J. HOGAN
32 MARSHALL J. HOGAN
33 ATTORNEYS FOR DEBTORS AND
34 DEBTORS-IN-POSSESSION